



J. Ashley Cooper

Partner

Telephone: 843.727.2674

Direct Fax: 843.727.2680

ashleycooper@parkerpoe.com

Atlanta, GA

Charleston, SC

Charlotte, NC

Columbia, SC

Greenville, SC

Raleigh, NC

Spartanburg, SC

Washington, DC

RECEIVED

SEP 23 2020

September 22, 2020

MAIL / DMS

Via Hand Delivery

Jocelyn G. Boyd

Chief Clerk/Administrator

Public Service Commission of South Carolina

Post Office Drawer 11649

Columbia, SC 29211

**Re: Ecoplexus Inc. v Dominion Energy South Carolina, Inc. – Request for Approval of Confidential Settlement Agreement and Mutual Release and Confidential Treatment
Docket No. 2019-130-E**

Dear Ms. Boyd:

On April 15, 2019, Ecoplexus Inc. ("Solar Developer") filed a Motion to Maintain Status Quo (the "Motion") and a Complaint (the "Complaint") in the above-referenced docket. The Motion and the Complaint related to two of Solar Developer's subsidiaries—Barnwell PV1, LLC ("Barnwell") and Jackson PV1, LLC ("Jackson")—that executed interconnection agreements with Dominion Energy South Carolina, Inc. ("DESC") for the development of two solar qualifying facilities.

Now, DESC, Solar Developer, Barnwell, and Jackson (collectively, the "Parties") have amicably resolved all issues in the Motion and the Complaint, and hereby file for approval with the Public Service Commission of South Carolina (the "Commission") the enclosed Settlement Agreement (the "Settlement") resolving all issues in this docket. As such, the Parties now seek approval of the Settlement—with such approval to be made effective as of September 22, 2020, the effective date of the Settlement—and closure of Docket No. 2019-130-E.

However, due to the commercially sensitive and proprietary nature of the Settlement, as well as the highly competitive nature of the industry in which the Parties operate, the Parties have agreed to keep the terms of the Settlement confidential. In accordance with the terms of the Settlement, the Parties respectfully request that the Commission find that the Settlement contains protected information and issue a protective order barring the disclosure of the Settlement under the Freedom of Information Act, S.C. Code Ann. §§ 30-4-10 et seq., S.C. Code Ann. Regs. 103-804(S)(1), or any other provision of law. Pursuant to S.C. Code Ann. Regs. 103-804(S)(2), the determination of whether a document may be exempt from disclosure is within the Commission's discretion.

To this end, and in accordance with Commission Order No. 2005-226, dated May 6, 2005, in Docket No. 2005-83-A (as amended by Order No. 2020-490), we enclose with this letter a redacted version of the Settlement that protects from disclosure the sensitive, proprietary, and commercially valuable information, while making available for public viewing non-protected information. We also enclose a copy of the unredacted Settlement in a separate, sealed envelope and respectfully request that, in the event that anyone should seek disclosure of this unredacted version, the Commission notify DESC of such request and provide it with an opportunity to obtain an order from this Commission or a court of competent jurisdiction protecting the Settlement from disclosure.

Enclosed are the following:

1. A true and correct copy of the original Settlement in a sealed envelope marked "CONFIDENTIAL." Each page of the Settlement is also marked "CONFIDENTIAL." Additionally, DESC has clearly and specifically marked every piece of confidential information in the Settlement, in accordance with Order No. 2020-490.
2. Ten (10) copies of a redacted copy of the Settlement for filing and public disclosure.

By copy of this letter, we are providing the South Carolina Office of Regulatory Staff ("ORS") with a redacted copy of the Settlement for its records. Additionally, DESC will make the original, unredacted copy of the Settlement available to ORS for its review.

In conclusion, the Parties respectfully request that the Commission approve the Settlement with an effective date of September 22, 2020, and administratively close the above-referenced docket. Thank you for your assistance and consideration of this matter. If you have any questions, please do not hesitate to contact me at your convenience.

Sincerely,



J. Ashley Cooper

JAC:hmp

cc: (Via Electronic Mail)

All parties of record in Docket No. 2019-130-E

CONFIDENTIAL SETTLEMENT AGREEMENT AND MUTUAL RELEASE

This CONFIDENTIAL SETTLEMENT AGREEMENT AND MUTUAL RELEASE (the “Agreement”) is made and entered into among Barnwell PV1, LLC (“Barnwell”), Jackson PV1, LLC (“Jackson”), Ecoplexus Inc. (“Ecoplexus” and collectively with Barnwell and Jackson, “Solar Developer”), and Dominion Energy South Carolina, Inc. (“DESC”), this 22nd day of September, 2020 (the “Effective Date”). Solar Developer and DESC are collectively referred to herein as the “Parties.”

WHEREAS, Ecoplexus is the parent company of Barnwell and Jackson;

WHEREAS, Ecoplexus, via Barnwell and Jackson, seeks to develop two solar qualifying facilities (each, a “QF”) under the Public Utility Regulatory Policy Act of 1978, 16 U.S.C. §§ 2601, et seq. (“PURPA”);

WHEREAS, on April 15, 2019, Ecoplexus filed a Complaint (the “Complaint”) and Motion to Maintain Status Quo (the “Motion”) with the Public Service Commission of South Carolina (the “Commission”) in Docket No. 2019-130-E seeking, among other things, a modification of (i) the interconnection agreements executed for Barnwell and Jackson (the “Original IAs”) with DESC on February 11, 2019, and (ii) the power purchase agreement (each, a “PPA”) terms offered, but not executed, for Barnwell and Jackson (each, a “Project” and collectively the “Projects”);

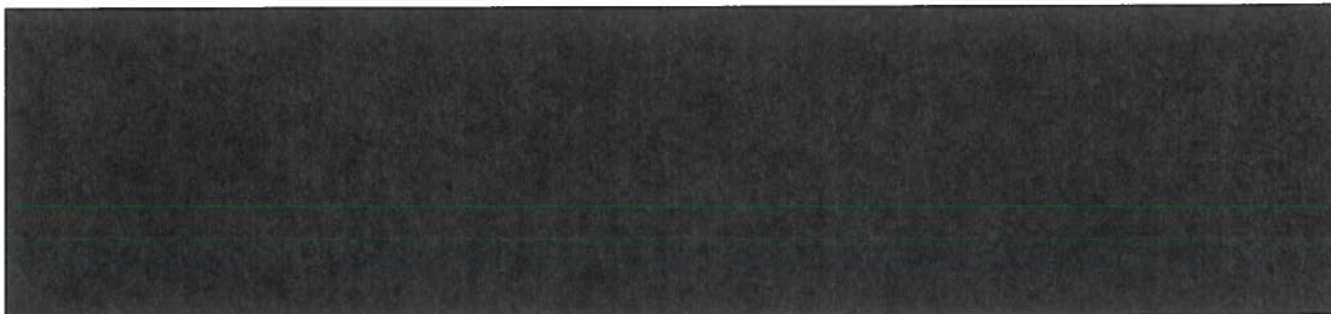
WHEREAS, DESC terminated the Original IAs due to Solar Developer’s failure to make the first milestone payments thereunder;

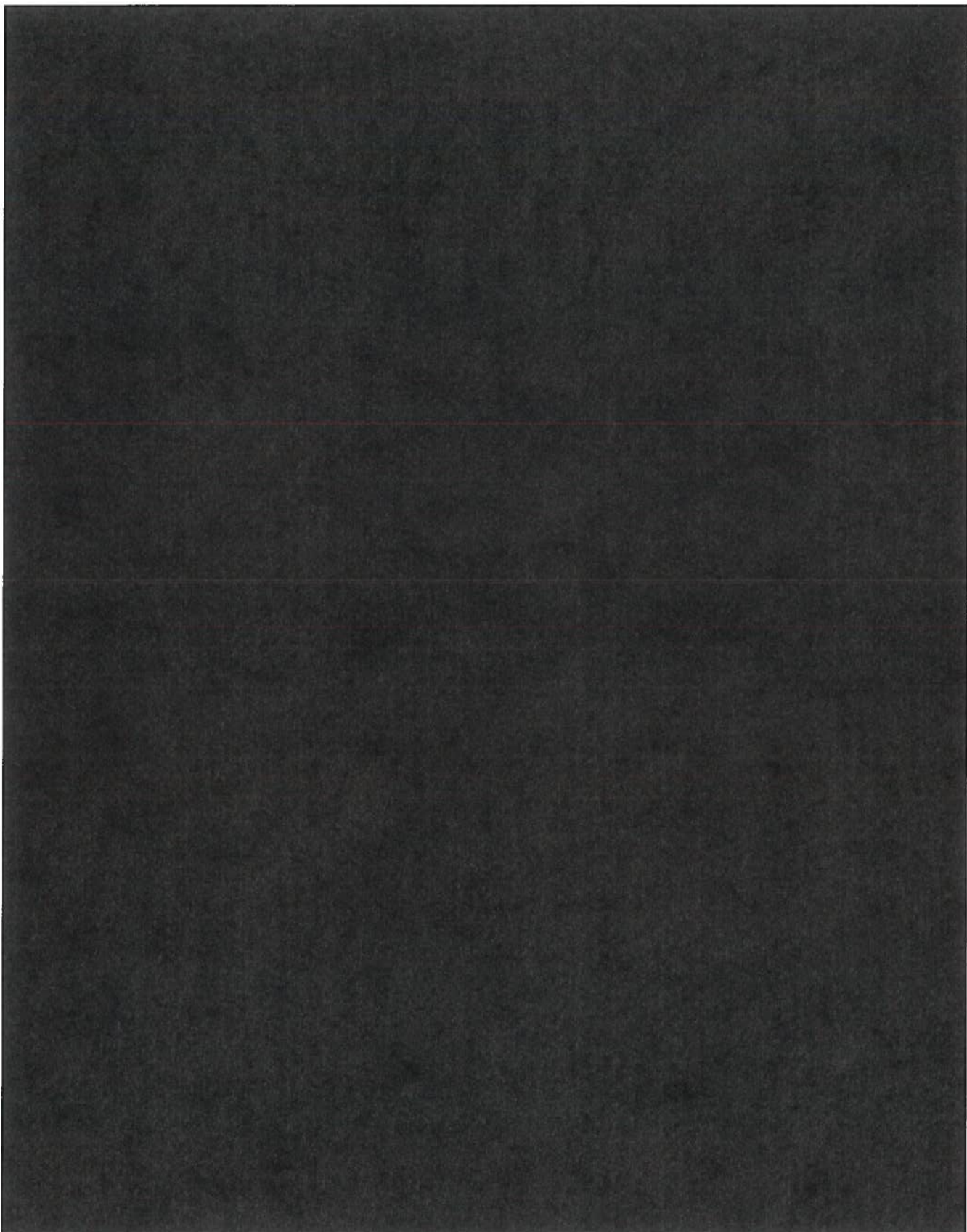
WHEREAS, the Commission has ruled on neither the Motion nor the Complaint;

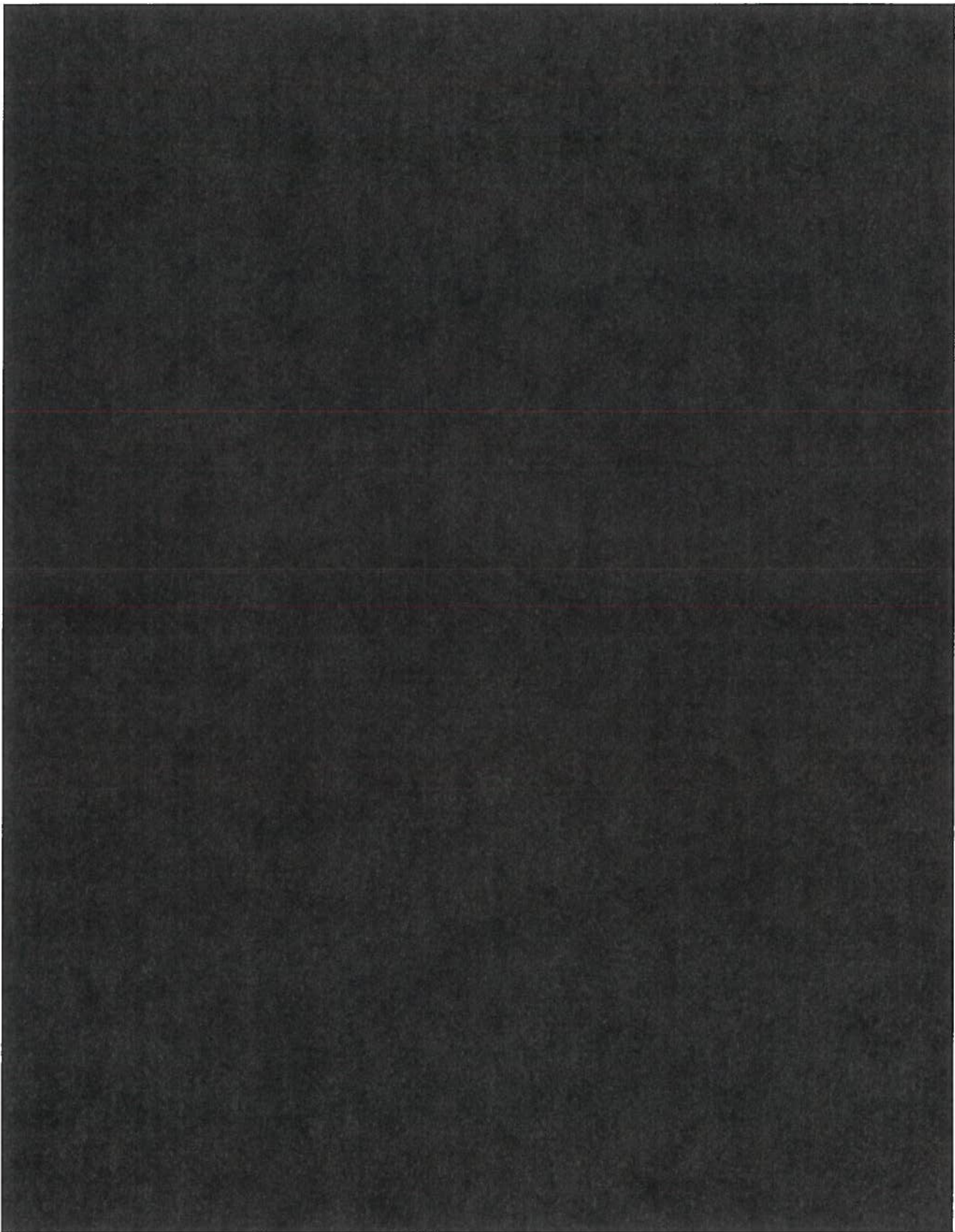
WHEREAS, DESC opposes Solar Developer’s allegations set forth in the Complaint and the Motion, and opposes the relief sought before the Commission by and through the Complaint and the Motion;

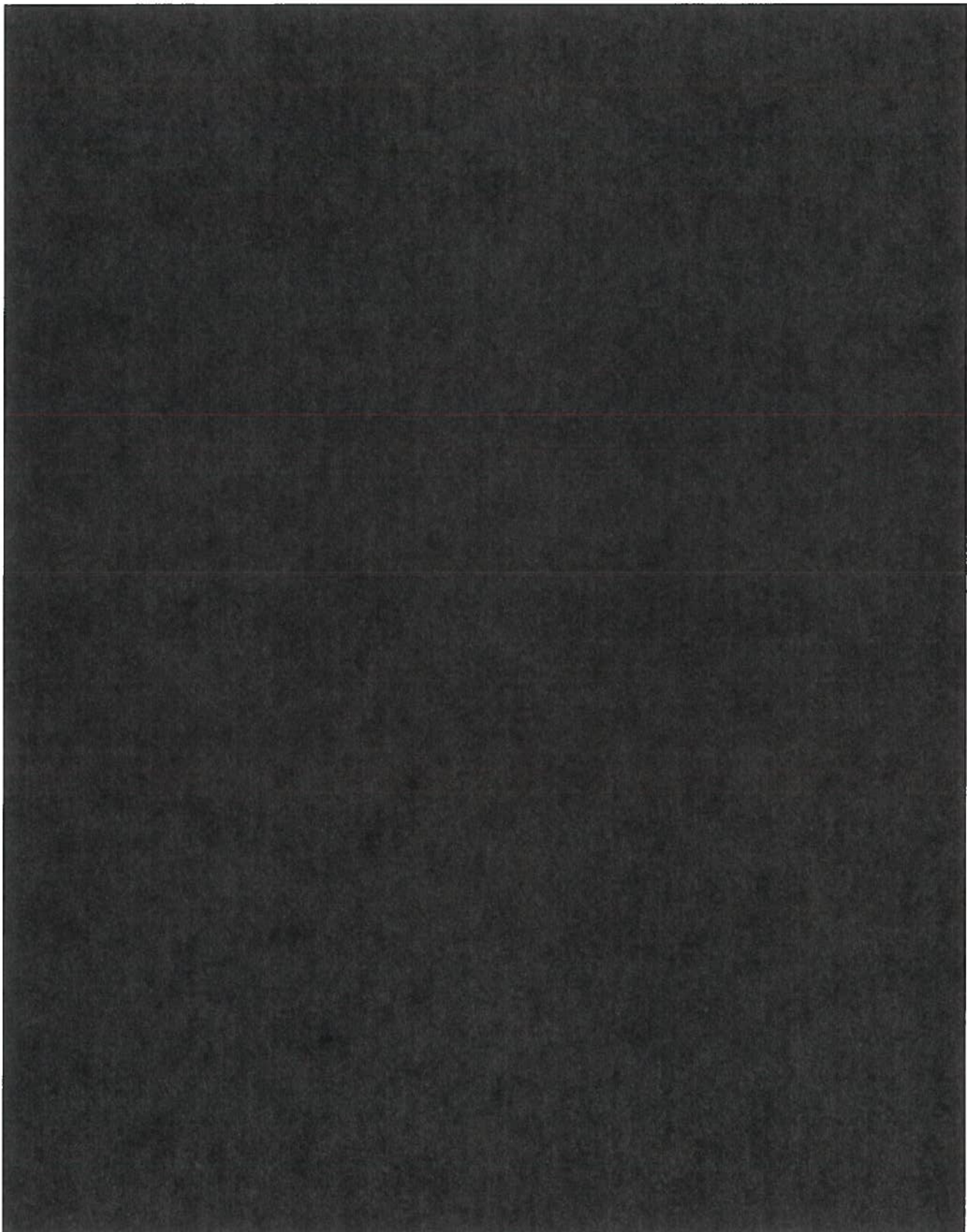
WHEREAS, to avoid the costs, disruption, and distraction of further litigation under the Complaint and the Motion and the filings arising therefrom (the “Action”), and without admitting the validity of any allegation made in the Action, the Parties have agreed to resolve any and all claims, disputes, and all matters that were raised or that could have been raised in the Action and seek closure of Docket No. 2019-130-E.

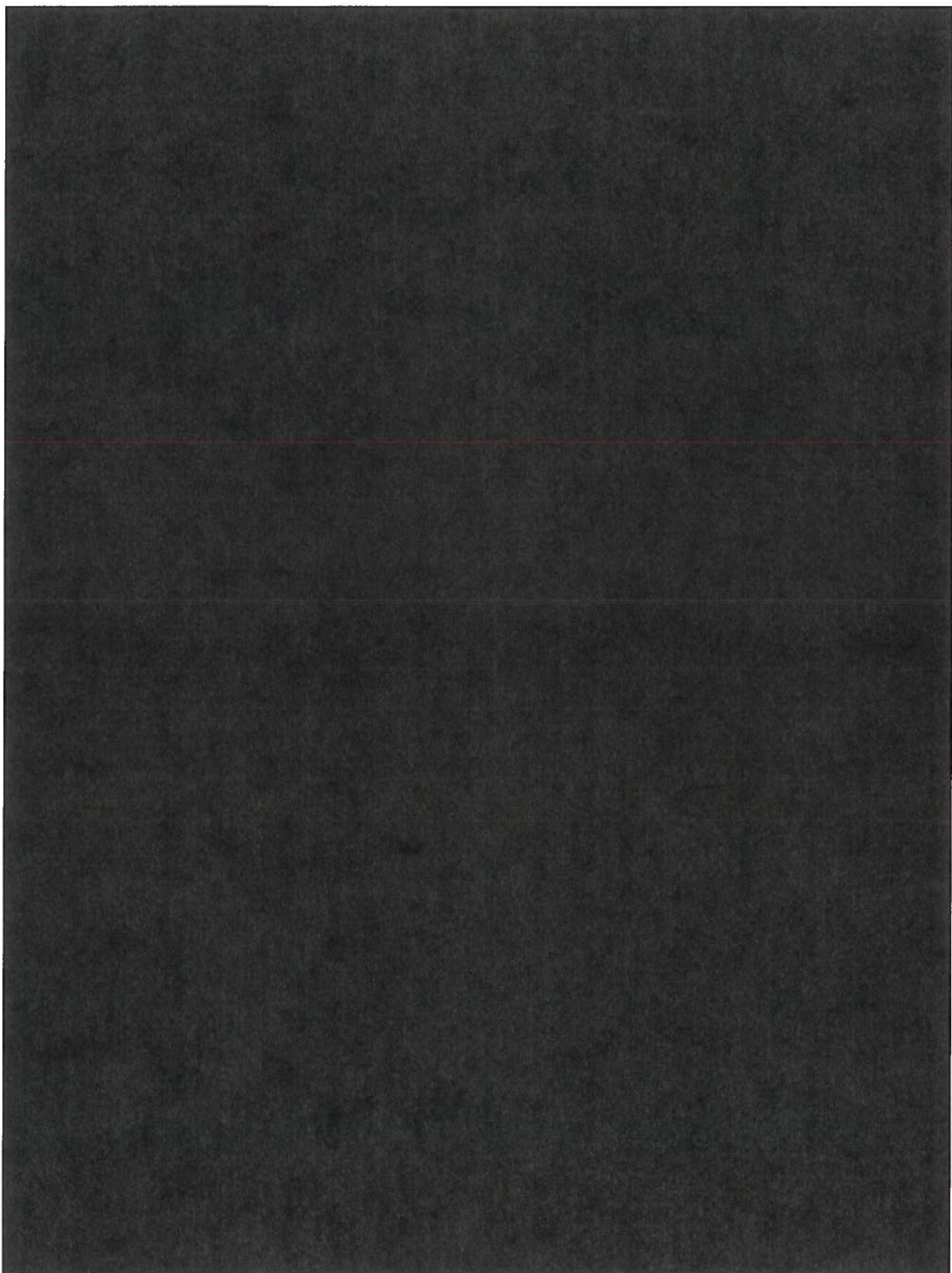
NOW, THEREFORE, for and in consideration of the mutual promises hereinafter expressed, it is hereby agreed by and between the Parties as follows:

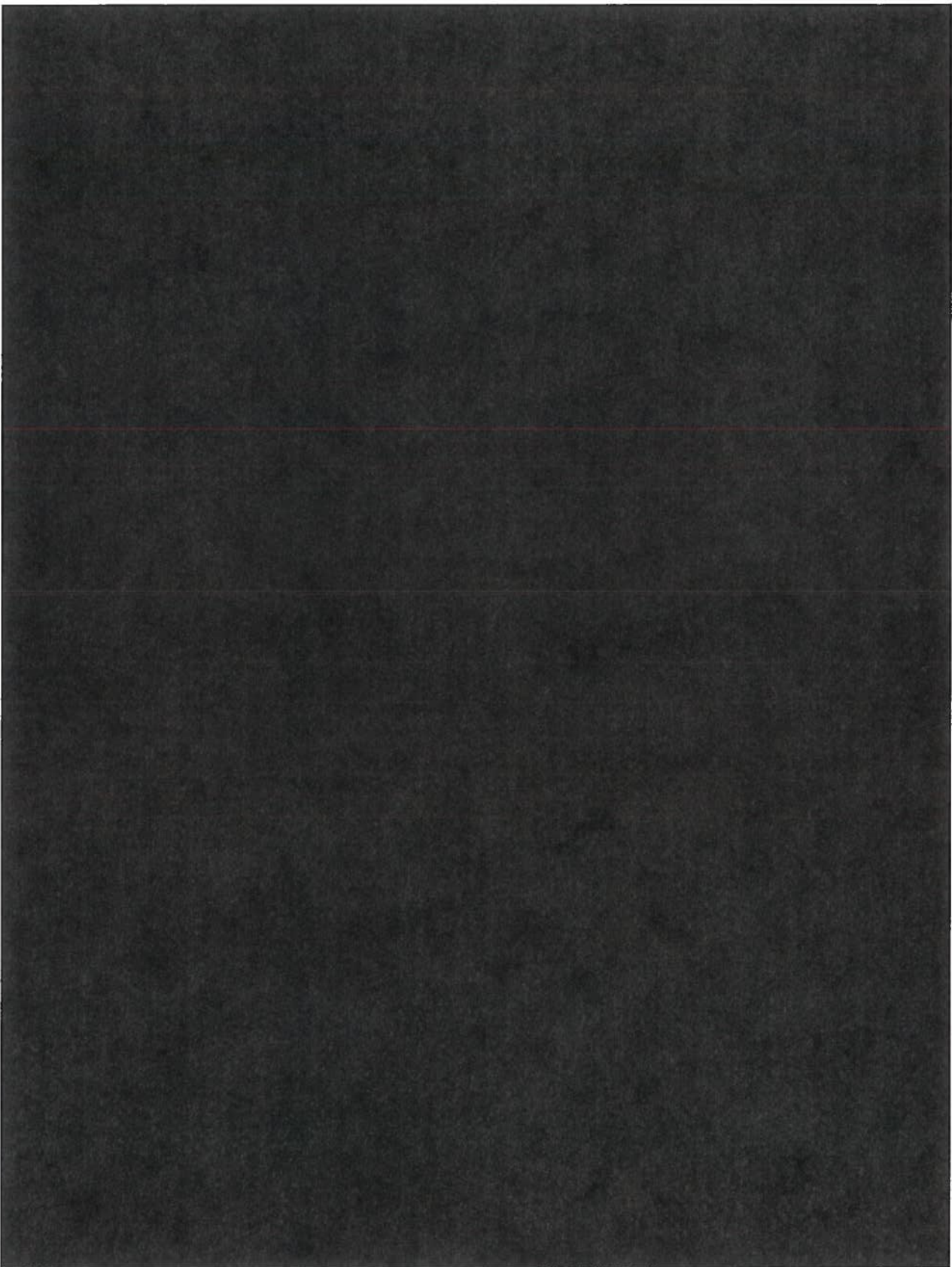


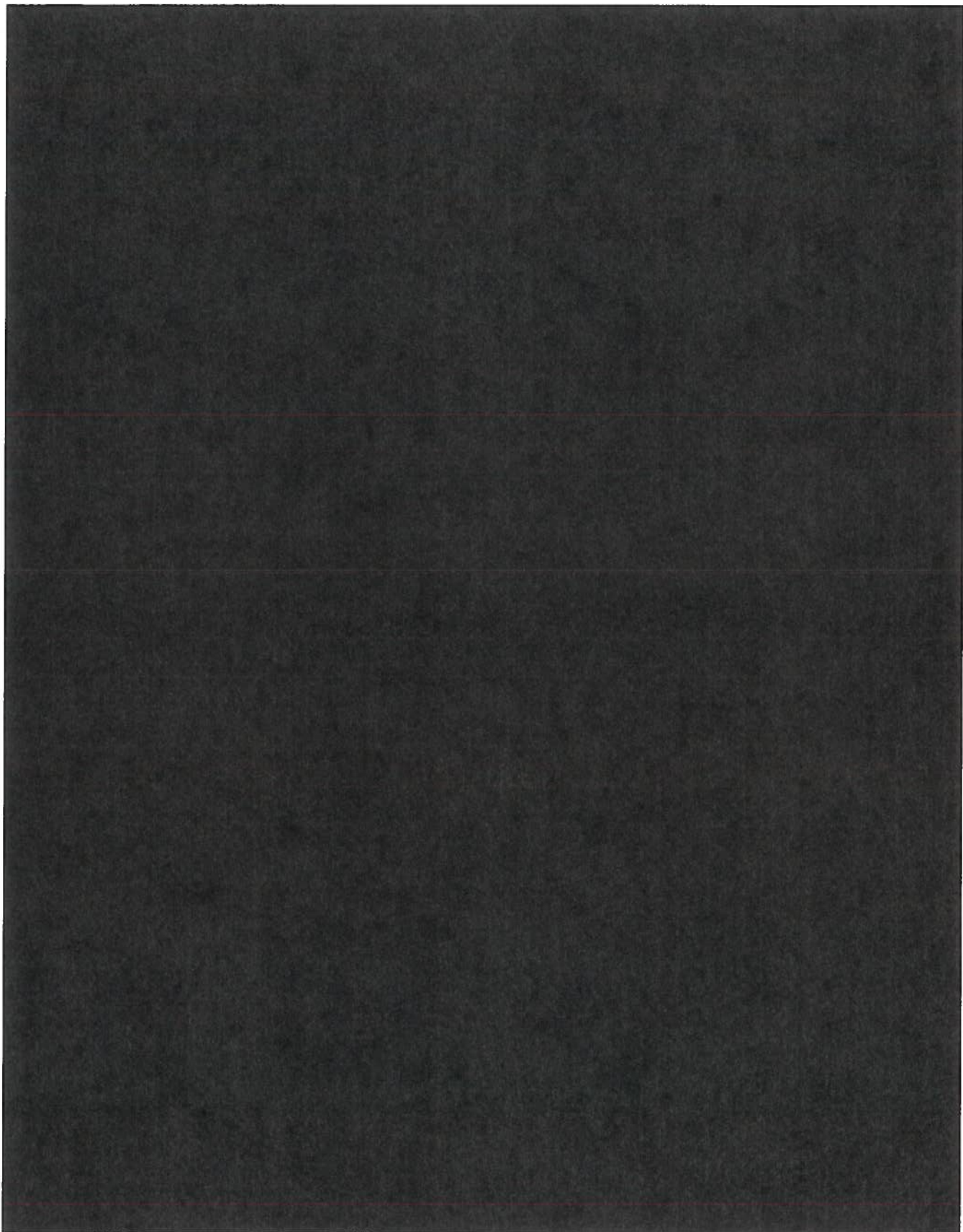












[signature page follows]

IN WITNESS WHEREOF, the Parties have executed this Agreement under seal, as of the Effective Date.

ECOPLEXUS INC.


By: John Gorman
Its: CEO

BARNWELL PV1, LLC


By: John Gorman
Its: Director

JACKSON PV1, LLC


By: John Gorman
Its: Director

DOMINION ENERGY SOUTH CAROLINA, INC.

By:
Its:

IN WITNESS WHEREOF, the Parties have executed this Agreement under seal, as of the Effective Date.

ECOPLEXUS INC.

By:
Its:

BARNWELL PV1, LLC

By:
Its:

JACKSON PV1, LLC

By:
Its:

DOMINION ENERGY SOUTH CAROLINA, INC.

Daniel F. Kassir
By: Daniel F. Kassir
Its: VP-Customer Relations + Renewables

EXHIBIT A

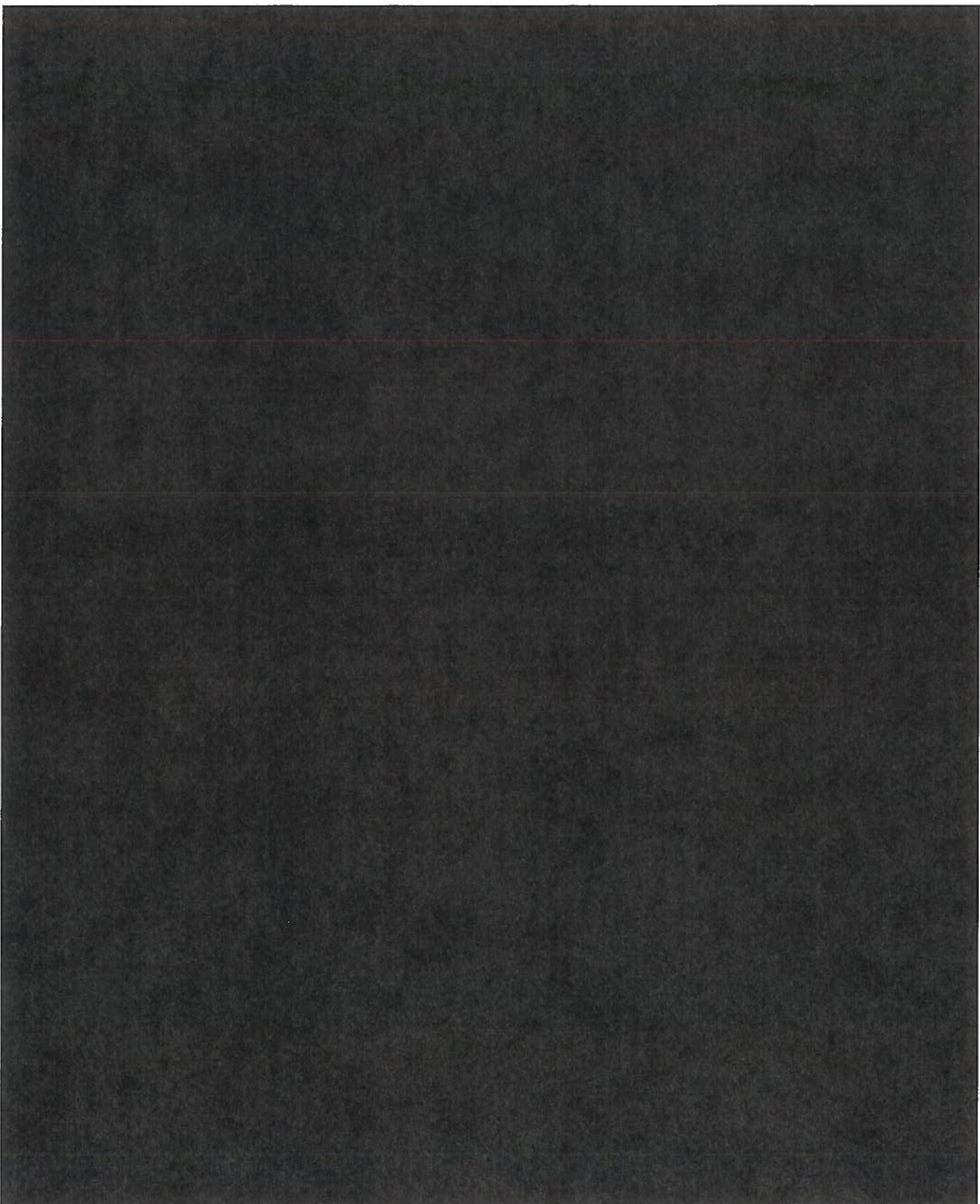


EXHIBIT B

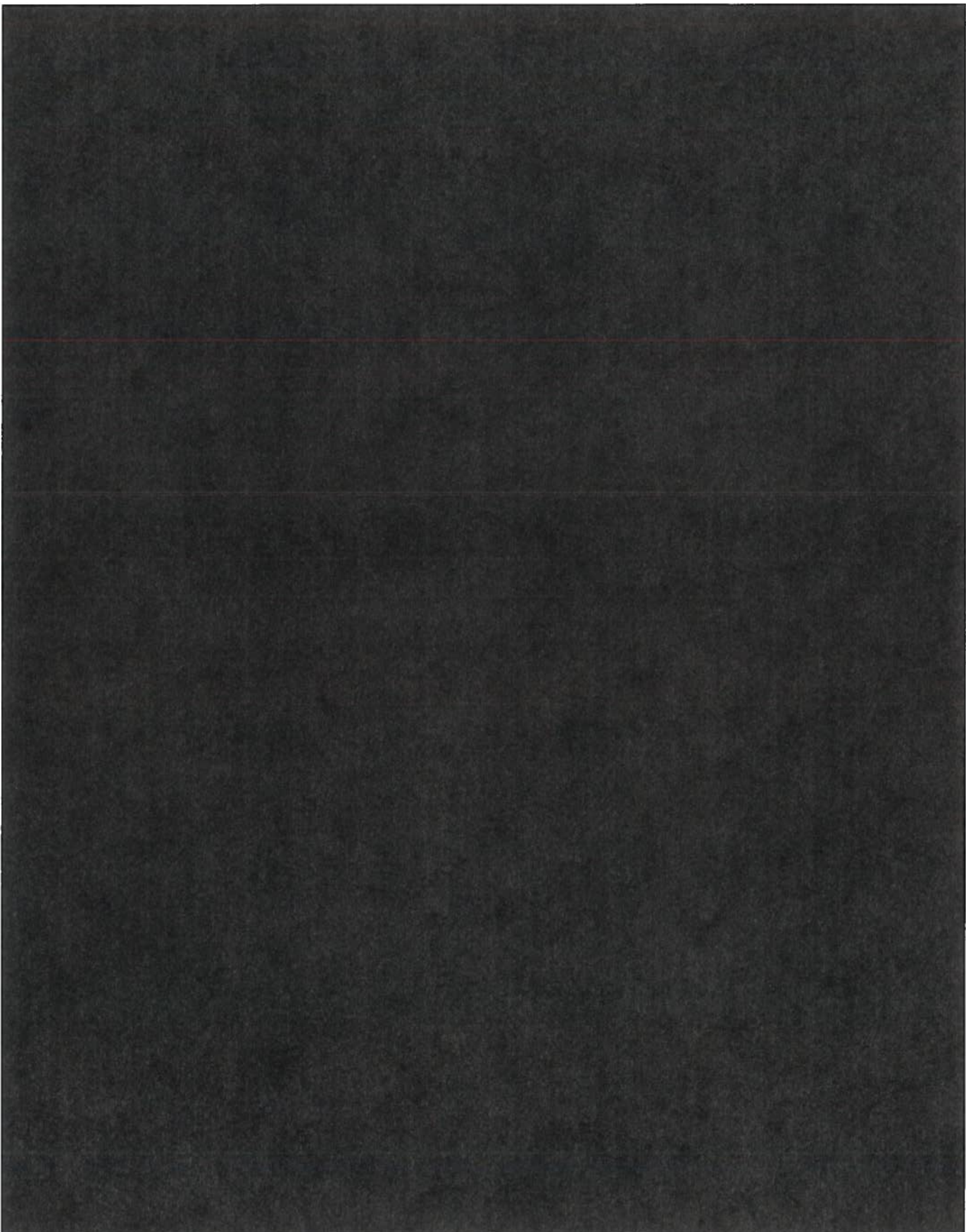


EXHIBIT C

